#### FIRST MERCHANTS CORP

Form 4

October 29, 2015

### FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

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January 31, Expires: 2005

**OMB APPROVAL** 

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Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Stewart Michael J Issuer Symbol FIRST MERCHANTS CORP (Check all applicable) [FRME] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X\_ Officer (give title \_X\_ Other (specify (Month/Day/Year) below) below) 200 E JACKSON STREET 10/27/2015 Chief Banking Officer / Executive Vice President (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting MUNCIE, IN 47305 Person (Zip) (City) (State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of

6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) (Instr. 3, 4 and 5) Beneficially Beneficial Code (D) or (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) (Instr. 3 and 4) Amount (D) Price Common 52,413.098 \$ 10/27/2015 3,834 D A

(1) Stock 26.35

Common 401(k) 3,052.668 I Stock Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.                    | 5.                     | 6. Date Exerc    | cisable and | 7. Title              | and      | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|-----------------------|------------------------|------------------|-------------|-----------------------|----------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | TransactionNumber     |                        | Expiration D     | ate         | Amoun                 | t of     | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code                  | of                     | (Month/Day/      | Year)       | Underly               | ying     | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) Derivative |                        | e                |             | Securit               | ies      | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |                       | Securities<br>Acquired |                  |             | (Instr. 3             | 3 and 4) |             | Own    |
|             | Security    |                     |                    |                       |                        |                  |             |                       |          |             | Follo  |
|             | •           |                     |                    |                       | (A) or                 |                  |             |                       |          |             | Repo   |
|             |             |                     |                    |                       | Disposed               |                  |             |                       |          |             | Trans  |
|             |             |                     |                    |                       | of (D)                 |                  |             |                       |          |             | (Instr |
|             |             |                     |                    |                       | (Instr. 3,             |                  |             |                       |          |             |        |
|             |             |                     |                    |                       | 4, and 5)              |                  |             |                       |          |             |        |
|             |             |                     |                    |                       |                        |                  |             |                       | A manuat |             |        |
|             |             |                     |                    |                       |                        |                  |             |                       | Amount   |             |        |
|             |             |                     |                    |                       | Date                   | Date             | Expiration  | Or<br>Title Nesselves |          |             |        |
|             |             |                     |                    |                       |                        | Exercisable Date | Date        |                       | Number   |             |        |
|             |             |                     |                    | C + V                 | (A) (D)                |                  |             |                       | of       |             |        |
|             |             |                     |                    | Code V                | (A) (D)                |                  |             |                       | Shares   |             |        |

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Stewart Michael J

200 E JACKSON STREET Chief Banking Officer Executive Vice President

MUNCIE, IN 47305

## **Signatures**

Deanna Brass (Confirming Statement 10/29/2015 on File)

> \*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes Restricted Stock Awards totaling 27,612.833 shares

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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